

As to turnpike, road and passenger railway companies, see sec. 312, *et seq.*

As to water companies, see sec. 327, *et seq.*

As to insurance and insurance companies, etc., see art. 48A.

As to co-operative associations, see sec. 430, *et seq.*

See notes to sec. 403.

An. Code, 1924, sec. 4. 1912, sec. 3. 1904, secs. 14 and 50. 1888, secs. 14 and 42. 1868, ch. 471, secs. 14 and 37. 1876, ch. 349. 1890, ch. 339. 1892, ch. 39. 1894, ch. 557. 1908, ch. 240, sec. 3. 1916, ch. 596, sec. 3.

3. The incorporators, being any three or more adult persons shall sign and at least three of them shall acknowledge a certificate of incorporation in which shall be stated:

(a) That the subscribers thereto (giving their names and postoffice addresses) associate themselves with the intention of forming a corporation;

(b) The name of the proposed corporation, which shall always be such as to indicate that it is a corporation as distinguished from a natural person or a partnership. This provision shall be deemed to be complied with if the name of the corporation begin with the word "The" and end with the word "Company," or if the name contain the word "Corporation" or the word "Incorporated";

(c) The purpose or purposes for which the corporation is formed and the business or objects to be carried on and promoted by it.

(d) The postoffice address of the place at which the principal office of the corporation in this State will be located and the name or names and postoffice address or addresses of the corporation's resident agent or agents, (giving in each case the county and city, town or place and street and number, if number there be).

(e) The total amount of capital stock, if any, of the proposed corporation, and the number and par value of the shares; and the restrictions, if any, imposed upon the transfer of the shares. If the capital stock is to be classified under the power hereinafter granted, the certificate of incorporation shall also set forth a description of each class, with the preferences, voting powers, restrictions and qualifications of each class and the number and par value of the shares of each class.

(f) The number of trustees, directors or managers, which shall not be less than three; and the names of those who shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

(g) Any provisions which may be desired, for the purpose of defining, limiting and regulating the powers of the corporation, and of the directors and stockholders or any class of the stockholders; provided, such provisions are not contrary to the law of this State or inconsistent with any of the terms and limitations of this article. Any provision which is hereinafter in this article authorized to be made in the by-laws, may, if desired, be made in the certificate of incorporation.

Certificates of incorporation.

A certificate of incorporation (under art. 26, sec. 49, of the Code of 1860), held not to be fatally defective, because the capital stock was stated to be \$150,000, consisting of 500 shares of \$100 each. The certificate need only be acknowledged by the required incorporators. Certificate held to be in substantial compliance with the Code. *Hughes v. Antietam Mfg. Co.*, 34 Md. 316.

Under the act of 1852, ch. 231, authorizing the formation of corporations by "seven or more free white persons, citizens of the United States and a majority citizens of this state," a charter is not invalid because it fails to state that the incorporators were "free white persons," etc. The act of 1852, ch. 231, was not intended to apply to religious corporations. *Baltzell v. Church Home*, 110 Md. 260.

A certificate of incorporation held to have been duly executed, acknowledged and certified as required by the act of 1868, ch. 471. *United German Bank v. Katz*, 57 Md. 135.